

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION

RACHEL SCHIFF, and STANLEY *
WEBSTER on behalf of THEMSELVES *
and All Others Similarly Situated, *

PLAINTIFFS, *

VS. *

CASE NO. 2:03CV402

RACETRAC PETROLEUM, INC., A *
FOREIGN BUSINESS CORPORATION, *

DEFENDANT. *

**JOINT MOTION AND ORDER TO
CREATE QUALIFIED SETTLEMENT FUND**

NOW INTO COURT, through undersigned counsel, come Defendant RaceTrac Petroleum, Inc. and Plaintiffs who move this Court to adopt the attached Order creating a Qualified Settlement Fund in accordance with Section 468B of the United States Internal Revenue Code (26 U.S.C. § 468B) and the regulations promulgated thereunder (26 C.F.R. § 1.468B-1). In support of this Motion, the parties represent that Defendant's payment set out in Paragraph 4 of the Master Agreement is being made to resolve all of the claims raised in this lawsuit. The parties also represent that the Settlement Administrator designated in the Master Agreement will segregate the funds contributed to the settlement fund from all other assets of Defendant.

Respectfully submitted, this ___ day of December ___, 2007.

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